



ASIC
Australian Securities &
Investments Commission

Commonwealth of Australia Gazette
No. A14/21, Tuesday 6 April 2021

Published by ASIC

ASIC Gazette

Contents

Notices under Corporations Act 2001

| | | | | | | |
|---------|---------|---------|---------|---------|---------|---------|
| 21-0227 | 21-0228 | 21-0231 | 21-0232 | 21-0233 | 21-0239 | 21-0241 |
| 21-0242 | 21-0243 | | | | | |

Company/scheme deregistrations

Change of company type

RIGHTS OF REVIEW

Persons affected by certain decisions made by ASIC under the *Corporations Act 2001* and the other legislation administered by ASIC may have rights of review. ASIC has published Regulatory Guide 57 *Notification of rights of review (RG57)* and Information Sheet *ASIC decisions – your rights (INFO 9)* to assist you to determine whether you have a right of review. You can obtain a copy of these documents from the ASIC Digest, the ASIC website at www.asic.gov.au or from the Administrative Law Co-ordinator in the ASIC office with which you have been dealing.

ISSN 1445-6060 (Online version)
ISSN 1445-6079 (CD-ROM version)

Available from www.asic.gov.au
Email gazette.publisher@asic.gov.au

© Commonwealth of Australia, 2021

This work is copyright. Apart from any use permitted under the *Copyright Act 1968*, all rights are reserved. Requests for authorisation to reproduce, publish or communicate this work should be made to: Gazette Publisher, Australian Securities and Investment Commission, GPO Box 9827, Melbourne Vic 3001

21-0227

**Australian Securities and Investments Commission
Corporations Act 2001 Section 915B**

Notice of Cancellation of an Australian Financial Services Licence

TO: Omniwealth Services Pty Limited
ACN 121 845 001 ("the Licensee")
Australia Square
Level 22
264-278 George Street
SYDNEY NSW 2000

Pursuant to paragraph 915B(3)(d) of the **Corporations Act 2001**, the Australian Securities and Investments Commission hereby cancels Australian Financial Services Licence number 309643 held by the Licensee, with effect from the date on which this notice is given to the Licensee.

Dated 30 March 2021

Signed *George Podaras*
.....

George Podaras
A delegate of the Australian Securities and Investments Commission

21-0228

**Australian Securities and Investments Commission
Corporations Act 2001 - Subsection 655A(1)(b) - Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 655A(1)(b) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 21-0228.

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. Chapter 6 of the Act applies to a holder of ordinary shares in Nimble Money Limited ACN 128 541 542 (*Nimble*) as if Part 6.2 of the Act were modified or varied by inserting the following after item 10 of section 611:

"Shortfall issues

10AA An acquisition that results from an issue of securities that satisfies all of the following conditions:

- (a) a company offers to issue securities in a particular class;
- (b) offers are made on condition that the securities to which the offers relate may only be issued where an offer of the securities has first been made to, but not accepted by, a holder of securities in that class (or their assignee) under an offer referred to in item 10 (*item 10 offer*);
- (c) offers are made to every person to whom the item 10 offers are made and are not made to any other person;
Note: the item 10 offers need not be made to every person who holds securities in the class: see section 615.
- (d) all of those persons have a reasonable opportunity to accept the offers made to them;
- (e) agreements to issue are not entered into until a specified time for acceptances of offers has closed;
- (f) the terms of all the offers are the same; and
- (g) the securities are offered at the same price per security as the securities offered under the item 10 offers."

Where this instrument applies

21-0228

5. This declaration applies to an acquisition of a relevant interest in ordinary shares in Nimble (*Shares*) as a result of the acceptance of an offer (*shortfall offer*) of those Shares that are not applied for under a rights issue of Shares made on or about 6 April 2021, where:
- (a) the offer period for the shortfall offers is the same as the offer period for the rights issue;
 - (b) Shares offered under the shortfall offers are issued at or about the same time as Shares offered under the rights issue; and
 - (c) the shortfall offers are subject to a condition to the effect that if Nimble receives applications for Shares under the shortfall offers that in aggregate are more than the total number of Shares that have not been applied for under the rights issue (*Shortfall*), then the applications under the shortfall offers will be scaled back:
 - (i) on a pro-rata basis, according to the relative number of Shares held by each applicant under the shortfall offers on the record date for the rights issue;
 - (ii) so that the maximum number of Shares to be issued under the shortfall offers does not exceed the Shortfall; and
 - (iii) so that no person will be issued with more than the number of Shares they applied for under the shortfall offers.

Dated this 1st day of April 2021



Signed by Baldev Dillon
as a delegate of the Australian Securities and Investments Commission

21/0231

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 741(1)(b)– Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (ASIC) makes this instrument under paragraph 741(1)(b) of the *Corporations Act 2001* (Act).

Title

2. This instrument is ASIC Instrument 21/0231.

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. Chapter 6D of the Act applies to SG Fleet Group Limited ACN 167 554 574 (**Company**) as if paragraph 708AA(2)(c) of the Act were modified by deleting the words “5 days” and substituting the words “10 days”.

Where this instrument applies

5. The modification in paragraph 4 of this instrument applies where:
 - (a) the offer to issue the Company’s shares is made under a rights issue or related issue (as those terms are defined in the Act (as notionally modified by ASIC Corporations (Non-Traditional Rights Issues) Instrument 2016/84)) on or before 12 April 2021; and
 - (b) the Company has given ASX Limited ACN 008 624 691 a notice under paragraph 708AA(2)(f) of the Act which complies with subsection 708AA(7) of the Act.

Dated this 30th day of March 2021



Signed by Fiona Laidlaw
as a delegate of the Australian Securities and Investments Commission

[21-0232]

**Australian Securities and Investments Commission
Corporations Act 2001 — Paragraph 1020F(1)(c) — Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument [21-0232].

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. ASIC declares that Part 7.9 of the Act applies to EmploySure Mutual Limited (ACN 630 256 478) (**EML**) as if subsection 1013D(1) of the Act were modified or varied by omitting paragraph (m).

Cessation

5. This instrument ceases to apply on 1 October 2026.

Where declaration applies

6. The declaration in paragraph 4 applies in relation to a Product Disclosure Statement, where required by Division 2 of Part 7.9 of the Act or regulation 7.9.07CA of the Corporations Regulations 2001, for EmploySure Protect where the Product Disclosure Statement:
 - (a) specifies any significant factors that will affect any significant benefits associated with EmploySure Protect and includes an explanation of the impact of each of those factors on the benefits;
 - (b) includes information about the circumstances in which, and the way in which, the significant benefits are provided under EmploySure Protect;
 - (c) specifies any significant factors that will affect the cost of acquiring cover under EmploySure Protect and includes an explanation of the impact of each of those factors on the cost of acquiring cover; and
 - (d) includes information about any excess or deductible, however described, that applies in relation to a claim under EmploySure

2

[21-0232]

Protect.

Interpretation

7. In this instrument:

discretionary mutual fund has the meaning given in subsections 5(5) and (6) of the *Financial Sector (Collection of Data) Act 2001*.

Employsure Protect means a discretionary mutual fund that:

- (a) is operated by EML; and
- (b) is made available only to Members of EML.

Dated this 30th day of March 2021



Signed by Mitchell Gillen
as a delegate of the Australian Securities and Investments Commission

21-0233

**Australian Securities and Investments Commission
Corporations Act 2001 — Subsection 601QA(1) — Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 601QA(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 21-0233.

Commencement

3. This instrument commences on the day it is signed.

Declaration

4. Chapter 5C of the Act applies to Macquarie Investment Management Limited ACN 002 867 003 (the *responsible entity*) in its capacity as the responsible entity of the Macquarie Separately Managed Account ARSN 121 968 143 (the *Scheme*) as if section 601FL of the Act were modified or varied as follows:

- (a) in subsection (1) omit all the text after the word “it”, substitute:

“must either:

- (a) call a members’ meeting to explain its reason for wanting to retire and to enable the members to vote on a resolution (which must be an extraordinary resolution if the scheme is not listed) to choose a company to be the new responsible entity; or
- (b) propose a related body corporate to be the new responsible entity in accordance with subsection (1A).”;

- (b) after subsection (1) insert:

“(1A) The requirements for proposing a related body corporate (the *proposed responsible entity*) to be the new responsible entity are as follows:

- (a) The responsible entity must give members notice of a proposal to choose the proposed responsible entity, to be the scheme’s new responsible entity.
- (b) The notice to members must:
 - (i) set out:

21-0233

- (A) the responsible entity's reasons for wanting to retire; and
 - (B) such information as can reasonably be expected to be material to a member in forming a view as to the choice of the proposed responsible entity; and
 - (C) information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
 - (D) how members can access on the responsible entity's web site current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur; and
- (ii) state prominently that if:
- (A) members who together hold at least 5% of the total value of the interests held by members; or
 - (B) 100 members,
- who would be entitled to vote if the proposal were put as a proposed resolution to a meeting of members under paragraph (1)(a), ask for a vote on the choice of the proposed responsible entity by giving written notice received by the responsible entity within 21 days from the date the notice is sent, the responsible entity will either arrange a postal vote or convene a meeting to vote on a resolution for the choice of the proposed responsible entity; and
- (iii) be accompanied by a form which can be ticked to ask for a vote; and
- (iv) state prominently a reply paid address of the responsible entity to which the form may be sent.
- (c) The responsible entity must prominently disclose on its web site current information about the proposed timing of the retirement of the responsible entity and the manner in which that retirement will occur.
- (d) If sufficient members ask for a vote in accordance with the notice, the responsible entity must arrange for a postal vote or, if the responsible entity chooses, convene a meeting in

21-0233

accordance with Part 2G.4 to vote on the choice of the proposed responsible entity as soon as possible.

- (e) If there is a postal vote:
- (i) a voting paper must be sent to each member stating a reply paid address of the responsible entity to which the voting paper may be sent; and
 - (ii) the responsible entity must notify the members in, or in a document accompanying, the voting paper that:
 - (A) the proposed responsible entity will be chosen as the new responsible entity if at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the choice; and
 - (B) only votes received by the responsible entity within 28 days after the issue of the voting paper will be counted.
- (f) If a meeting is convened the resolution to choose the new responsible entity must be an extraordinary resolution if the scheme is not listed."; and

(c) after subsection (2) insert:

“(2A) If a postal vote is arranged under paragraph (1A)(d) and at least 50% of the total votes that may be cast by members that would be eligible to vote at a meeting under paragraph (1)(a) are cast in favour of the proposed responsible entity, that entity is taken for the purposes of subsection (2) to have been chosen by a resolution of members on the last day on which postal votes may be received in order to be counted.

(2B) If:

- (a) a related body corporate is proposed to be the new responsible entity in accordance with subsection (1A); and
- (b) sufficient members do not ask for a vote to choose the entity in accordance with the notice referred to in paragraph (1A)(b); and
- (c) the entity has consented in writing to becoming the scheme’s responsible entity,

then:

21-0233

- (d) as soon as practicable and in any event within 2 business days after the end of the period in which a member may ask for such a vote, the current responsible entity must lodge a notice with ASIC asking it to alter the record of the scheme's registration to name the proposed responsible entity as the scheme's responsible entity; and
- (e) the notice must be accompanied by a certificate from the current responsible entity that it reasonably considers that the appointment of the proposed responsible entity would be in the best interests of members with a summary of the responsible entity's reasons as to why this is the case; and
- (f) unless ASIC reasonably believes that the appointment of the proposed responsible entity would not be in the best interests of members, ASIC must comply with the notice as soon as practicable after the notice and summary are lodged."

Where this declaration applies

5. This declaration applies where Macquarie Investment Services Ltd ACN 071 745 401 has consented in writing to becoming the new responsible entity of the Scheme.
6. This instrument ceases to apply on 1 July 2021.

Dated this 31st day of March 2021



Signed by Giles Emery
as a delegate of the Australian Securities and Investments Commission

[21-0239]

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 951B(1) – Amendment**

Enabling legislation

1. The Australian Securities and Investments Commission (*ASIC*) makes this instrument under subsection 951B(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 21-0239.

Commencement

3. This instrument commences on the date it is signed.

Amendment

4. In ASIC Instrument 21-0054, omit subparagraph 5(c), substitute:

“(c) immediately before the successor fund transfer both:

- (i) the shares in Quadrant are acquired by MTAA Secretariat; and
- (ii) the shares in MTAA Secretariat are held by MTAA as assets of the MTAA Super Fund; and”

Interpretation

5. In this instrument:

ASIC Instrument 21-0054 means the instrument dated 19 January 2021 exempting Quadrant First Pty Ltd (AFSL 284443) (ABN 78 102 167 877) from the requirement to give a Financial Services Guide under subsection 941A(1) of the Act to persons in relation to the provision of general advice in certain circumstances.

Dated this 31st day of March 2021.



Signed by Jane Eccleston
as a delegate of the Australian Securities and Investments Commission

21-0241

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsections 601QA(1), 741(1), 926A(2),
992B(1) and 1020F(1) – Exemptions**

Enabling legislation

1. The Australian Securities and Investments Commission (**ASIC**) makes this instrument under subsections 601QA(1), 741(1), 926A(2), 992B(1) and 1020F(1) of the *Corporations Act 2001* (the *Act*).

Title

2. This instrument is ASIC Instrument 21-0241.

Commencement

3. This instrument commences on the date it is signed.

Nature of this instrument

4. This instrument is an individual relief instrument, as referred to in paragraphs 28A to 28D of ASIC Class Order [CO 14/1000].

Disclosure relief*Offers made under an employee incentive scheme*

5. The Company or a related body corporate that makes an offer under an employee incentive scheme covered by this instrument does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to the offer.

Subsequent sale offers

21-0241

6. A person that makes a sale offer of an underlying eligible product within 12 months after the issue of the product does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to the sale offer where:
- (a) the product was issued or otherwise granted:
 - (i) to an eligible participant under an employee incentive scheme; or
 - (ii) to a trustee in connection with an employee incentive scheme; and
 - (b) the person has no reason to believe the employee incentive scheme is not covered by this instrument.
7. A person that makes a sale offer of a financial product within 12 months after the issue of the product does not have to comply with Part 6D.2, 6D.3 or Part 7.9 of the Act in relation to the sale offer where:
- (a) the product was issued by reason of the exercise or vesting of an eligible product issued or otherwise granted to:
 - (i) an eligible participant under an employee incentive scheme; or
 - (ii) to a trustee in connection with an employee incentive scheme; and
 - (b) the person has no reason to believe the employee incentive scheme is not covered by this instrument.

Licensing, hawking and other incidental relief*General advice*

8. The Company or a related body corporate that makes an offer under an employee

21-0241

incentive scheme covered by this instrument and, in relation to the offer, provides a financial service consisting of general advice in connection with the offer, does not have to comply with subsection 911A(1) of the Act in relation to the advice.

Dealing

9. The Company or a related body corporate that provides any of the following financial services in relation to an offer in connection with an employee incentive scheme covered by this instrument does not have to comply with subsection 911A(1) of the Act in relation to the financial service:
- (a) issuing the eligible product;
 - (b) dealing in the eligible product where any acquisition by purchase or disposal of the eligible product by the Company or a related body corporate occurs either:
 - (i) through a financial services licensee; or
 - (ii) outside this jurisdiction and through a person which is licensed or otherwise authorised to deal in financial products of that kind in the relevant place;
 - (c) dealing in an interest in a managed investment scheme covered by paragraph 13 of this instrument or paragraph 28C of ASIC Class Order [CO 14/1000].

Custodial or depository services

10. The Company or a related body corporate that provides any of the following financial services in connection with an employee incentive scheme covered by this instrument does not have to comply with subsection 911A(1) of the Act in relation to the financial service:
- (a) a custodial or depository service in relation to the eligible product where the

21-0241

body performs their duties in good faith and has sufficient resources to perform those duties;

- (b) dealing in the eligible product in the course of providing a custodial or depository service covered by paragraph (a).

Hawking

11. The Company or a related body corporate that makes an offer of an eligible product to an eligible participant in the course of, or because of, an unsolicited meeting or telephone call held or made in connection with an employee incentive scheme covered by this instrument does not have to comply with section 736, 992A or 992AA of the Act.

Advertising

12. The Company or a related body corporate that advertises, or publishes a statement that is reasonably likely to induce eligible participants to acquire, an eligible product under an employee incentive scheme covered by this instrument does not have to comply with section 1018A of the Act in relation to the advertisement or publication.

Incidental managed investment scheme

13. The Company or a related body corporate that operates a managed investment scheme only by reason of operating a contribution plan in connection with an employee incentive scheme covered by this instrument does not have to comply with section 601ED of the Act in relation to the operation of that managed investment scheme.

Conditions*Notice of reliance*

21-0241

14. The Company or a related body corporate making an offer in connection with a particular employee incentive scheme must give ASIC a notice of reliance.

Note: A notice of reliance can cover a particular employee incentive scheme that is intended to operate for many years. A new notice of reliance will be required to be given to ASIC if the Company or a related body corporate establishes a new employee incentive scheme.

15. The Company or a related body corporate may give ASIC the notice of reliance at any time before the body first relies on this instrument in relation to the particular employee incentive scheme but, in any event, must give ASIC the notice of reliance no later than 1 month after the day the body first relies on this instrument in relation to the particular employee incentive scheme.

Disclosure

16. The Company or a related body corporate that makes an offer under an employee incentive scheme must ensure that the offer is made in, or is accompanied by, an offer document.

Offers of overlying eligible products

17. If the Company, a related body corporate or a trustee makes an offer of an overlying eligible product under an employee incentive scheme, the Company or the related body corporate must ensure that, if the overlying eligible product is not able to be traded on an eligible financial market, the offer is for no more than nominal monetary consideration.

Note: This paragraph 17 does not prohibit an offer for more than nominal monetary consideration of an underlying eligible product held or to be held by a trustee under a trust in relation to which the eligible participant acquires or will acquire a unit in the underlying eligible product because it is or will be held by the trustee under the trust.

5% issue limit

18. The Company or a related body corporate that makes an offer covered by this instrument must, at the time of making the offer, have reasonable grounds to believe

21-0241

that the number of underlying eligible products in a class of underlying eligible products that form part of the issued capital of the Company that have been or may be issued in any of the circumstances covered by the following paragraphs will not exceed 5% of the total number of underlying eligible products in that class on issue:

- (a) underlying eligible products that may be issued under the offer;
- (b) underlying eligible products issued or that may be issued as a result of offers made at any time during the previous 3 year period under:
 - (i) an employee incentive scheme or like scheme of the Company or a related body corporate, where offers were covered by this instrument or an individual instrument made by ASIC in terms similar to this instrument; or
 - (ii) an employee incentive scheme or employee share scheme of the Company or a related body corporate, where the offers were covered by ASIC Class Order [CO 14/1000] or an individual instrument made by ASIC in terms similar to that class order.

Trusts

19. The Company or a related body corporate that makes an offer of an underlying eligible product under an employee incentive scheme in relation to which a trustee holds or will hold the underlying eligible products must ensure:
- (a) the activities of the trustee of the trust in that capacity are limited to employee incentive schemes of the Company or the related body corporate (whether or not the other employee incentive schemes are covered by this instrument);
 - (b) the trustee maintains written records on the administration of the trust including, in the case of underlying eligible products being held for a specified eligible participant on an allocated basis, written records that identify the underlying eligible products held on an allocated basis for the specified eligible participant;

21-0241

Note: The written records in relation to underlying eligible products held on an allocated basis may take the form of a sub-register administered by or on behalf of the trustee.

- (c) the trustee does not levy any fees or charges for administering the trust that are payable directly by any eligible participant or out of the assets of the trust, other than reasonable disbursements including brokerage and tax levied or incurred in connection with the trust;
- (d) if the trustee is the Company or an associate of the Company —the trustee does not, at its own discretion, exercise any voting rights attaching to any of the underlying eligible products that it holds on trust; and
- (e) the trustee, either alone or together with one or more other trustees, does not hold more than 5% of the voting shares or voting interests in the Company calculated by reference to all employee incentive schemes or like schemes of the Company or a related body corporate in relation to which offers were covered by this instrument, ASIC Class Order [CO 14/1000] or an individual instrument made, on or after the commencement of this instrument, by ASIC in terms similar to this instrument.

Contribution plans

20. The Company or a related body corporate that makes an offer under an employee incentive scheme that involves a contribution plan:
- (a) must not allow an eligible participant to participate in the contribution plan unless the eligible participant has agreed in writing to the terms of the contribution plan;
 - (b) must not allow an eligible participant to participate in the contribution plan to acquire an overlying eligible product that is not able to be traded on an eligible financial market;

Note: This subparagraph (b) does not prohibit an eligible participant from

21-0241

participating in a contribution plan to acquire an underlying eligible product held or to be held by a trustee under a trust in relation to which the eligible participant acquires or will acquire a unit in the underlying eligible product because it is or will be held by the trustee under the trust.

- (c) must ensure that any contributions (other than contributions in the form of future gross (before-tax) salary or wages or from a loan from the Company or a related body corporate to an eligible participant) under the terms of the contribution plan which are to be used but have not yet been used to acquire underlying eligible products are held by or on behalf of the Company or a related body corporate on trust for eligible participants, in an account with an Australian ADI that is used solely in connection with employee incentive schemes of the Company or a related body corporate (whether or not the other employee incentive schemes are covered by this instrument), whether the account is maintained in this jurisdiction or elsewhere;
- (d) must ensure that if underlying eligible products have been acquired by the trustee for a specified eligible participant on an allocated basis using contributions made by the eligible participant under a contribution plan, the eligible participant has the right to:
 - (i) exercise, or to direct the trustee of the underlying eligible products to exercise on their behalf, any voting rights attaching to the underlying eligible products; and
 - (ii) receive income deriving from the underlying eligible products, including dividends and distributions;

Note: The right to receive dividends or distributions may be subject to terms that the dividends or distributions are to be applied to repay a loan from the Company or a related body corporate to the eligible participant in connection with the employee incentive scheme.

- (e) unless the eligible participant (or a person covered by one of the sub-subparagraphs in subparagraph 23(3)) has already acquired the eligible products under the employee incentive scheme— must ensure that an eligible participant may, by giving a notice to the Company or a related body corporate, discontinue their participation in the contribution plan, the discontinuance to take effect no more than 45 days after the giving of the

21-0241

notice; and

- (f) must ensure that if an eligible participant has discontinued their participation in the contribution plan, any contributions (other than contributions in the form of future gross (before-tax) salary or wages or from a loan from the Company or a related body corporate to an eligible participant) under the terms of the contribution plan that have not been used to acquire underlying eligible products, are repaid to or as directed by the participant as soon as practicable after the participant has discontinued their participation in the contribution plan (such repayment including any accumulated interest (if any), less any tax).

Loans

- 21. The Company or a related body corporate making an offer of an eligible product under an employee incentive scheme that involves a loan from the Company or a related body corporate to an eligible participant to acquire the product:
 - (a) must ensure that the loan is not provided to acquire options or incentive rights; and
 - (b) must ensure that under the terms of the loan:
 - (i) no fees or interest is payable; and
 - (ii) either:
 - (A) the lender has no recourse against the participant in relation to the repayment of the loan; or
 - (B) the recourse of the lender against the participant in relation to the repayment of the loan is limited to forfeiture of the eligible products issued or transferred to, or held on behalf of, the participant in connection with the scheme.

21-0241

ASIC power to request documents

22. The Company or a related body corporate must, if requested by ASIC and in accordance with the request, make available to ASIC the offer document and all other accompanying information or documents given to eligible participants in connection with the offer made in reliance on this instrument.

Interpretation

23. In this instrument:

- (1) *able to be traded* has the meaning given by section 761A of the Act;

associate has the meaning given by Division 2 of Part 1.2 of the Act (except sections 12 and 16);

casual employee, in relation to the Company or a related body corporate, means an individual who is, or might reasonably be expected to be, engaged to work the number of hours that are the pro-rata equivalent of 40% or more of a comparable full-time position with the body;

Company means Peter Warren Automotive Holdings Limited ACN 615 674 185;

contractor, in relation to the Company or a related body corporate, means:

- (a) an individual with whom the body has entered into a contract for the provision of services under which the individual performs work for the body; or
- (b) a company with whom the body has entered into a contract for the provision of services under which an individual, who is a director of the company or their spouse, performs work for the body;

21-0241

where the individual who performs the work under or in relation to the contract is, or might reasonably be expected to be, engaged to work the number of hours that are the pro-rata equivalent of 40% or more of a comparable full-time position with the body;

contribution, in relation to a contribution plan, does not include:

- (a) nominal monetary consideration; or
- (b) a monetary contribution as consideration for an issue, transfer or grant of an eligible product to the eligible participant without undue delay (including a monetary contribution made to exercise an eligible product or cause an eligible product to vest);

contribution plan means a plan under which an eligible participant may make monetary contributions to acquire eligible products, whether made before or after the acquisition, from one or more of the following:

- (a) gross (before-tax) wages or salary;
- (b) net (after-tax) wages or salary;
- (c) other monies;

eligible financial market means a financial market specified in column 1 of Table A and, unless a contrary intention appears, is limited to the main board of that market;

eligible participant, in relation to the Company or a related body corporate, means a person specified in column 3 of Table A;

eligible product, in relation to the Company, means a financial product specified in column 2 of Table A;

21-0241

employee incentive scheme means an arrangement under which eligible products of the Company are offered to eligible participants;

financial product advice has the meaning given by section 766B of the Act;

general advice has the meaning given by section 766B of the Act;

incentive right means a conditional right:

- (a) to acquire underlying eligible products;
- (b) to be paid a cash amount that is ultimately determined by reference to (wholly or in part):
 - (i) the price or value at a given time of the underlying eligible product to which the right relates;
 - (ii) a change in the price or value over a given period of the underlying eligible product to which the right relates;
 - (iii) the amount or value of dividends or distributions paid or payable in relation to the underlying eligible product to which the right relates; or
 - (iv) a change in the amount or value over a given period of time of dividends or distributions paid or payable in relation to the underlying eligible product to which the right relates; or
- (c) to acquire or to be paid a combination of underlying eligible products and a cash amount as determined in accordance with paragraph (b);

21-0241

nominal monetary consideration means monetary consideration of a token or trivial amount;

notice of reliance, in relation to a particular employee incentive scheme, means a written notice in a form approved in writing by ASIC for the purposes of ASIC Class Order CO 14/1000;

offer, in relation to an eligible product, has a meaning affected by sections 700, 702 and 1010C of the Act and includes:

- (a) an offer to issue the eligible product;
- (b) an issue or grant of the eligible product;
- (c) an offer to transfer the eligible product;
- (d) a transfer of the eligible product;
- (e) an offer to arrange for the issue or transfer of the eligible product;

but does not include an issue, grant or transfer of an underlying eligible product made by reason of the exercise or vesting of an overlying eligible product in circumstances where an offer to issue or transfer the overlying eligible product had been previously made.

offer document, in relation to an offer of eligible products under an employee incentive scheme, means a document which includes, or is accompanied by, the following information, statements and explanations worded and presented in a clear, concise and effective manner:

- (a) prominent statements to the effect that:
 - (i) any advice given by the Company in relation to eligible products

21-0241

offered under the employee incentive scheme does not take into account an eligible participant's objectives, financial situation and needs;

- (ii) eligible participants should consider obtaining their own financial product advice from a person who is licensed by ASIC to give such advice;

(b) either:

- (i) a copy of the terms of the employee incentive scheme; or

- (ii) a summary of the terms of the scheme together with a statement that, on request and at no charge and within a reasonable time, the Company will provide an eligible participant with a copy of the terms of the scheme;

(c) general information about the risks of acquiring and holding an eligible product being offered under the employee incentive scheme;

(d) if a trustee will hold underlying eligible products for specified eligible participants on an allocated basis in connection with the employee incentive scheme and those eligible participants will have the right to:

- (i) exercise, or direct the trustee to exercise on their behalf, any rights (including voting rights) attaching to the underlying eligible products; or

- (ii) receive income deriving from the underlying eligible products, including dividends or distributions,

then either — a copy of the trust deed or a summary of the terms of the trust deed together with a statement that, on request and at no charge and within a reasonable time, the Company will provide an eligible

21-0241

participant with a copy of the trust deed;

- (e) if the employee incentive scheme involves a contribution plan—either:
 - (i) a copy of the contribution plan; or
 - (ii) a summary of the terms of the contribution plan together with a statement that, on request and at no charge and within a reasonable time, the Company will provide an eligible participant with a copy of the terms of the contribution plan;
- (f) if the employee incentive scheme involves a loan from the Company or a related body corporate to an eligible participant to acquire the product—a copy of the terms of the loan;
- (g) the acquisition price of the eligible products in Australian dollars or, where the acquisition price is to be worked out in the future under a formula, an explanation of how an eligible participant could calculate the acquisition price of the eligible products in Australian dollars were that formula applied at the date of the offer;
- (h) an explanation of how an eligible participant could, from time to time, ascertain the market price of the underlying eligible products in Australian dollars;

overlying eligible product means an eligible product specified in any of paragraphs (g) to (i) in column 2 of Table A;

prospective participant, in relation to an offer of an eligible product under an employee incentive scheme, means a person to whom the offer is made but who can only accept the offer if an arrangement has been entered into that will result in the person becoming covered by one of paragraphs (a) to (d) of column 3 of Table A;

related body corporate has the meaning given in section 50 of the Act;

21-0241

stapled security means two or more eligible products which, under the terms on which each is traded, must be transferred together;

trustee means a body that holds or will hold underlying eligible products on trust for the following persons in connection with an employee incentive scheme:

- (a) eligible participants generally on an unallocated basis; or
- (b) one or more specified eligible participants on an allocated basis;

underlying eligible product means an eligible product specified in any of paragraphs (a) to (f) in column 2 of Table A;

- (2) if the Company is a registered scheme:
 - (i) the conferral of relief on the Company is taken to be the conferral of relief on the responsible entity of the scheme;
 - (ii) a requirement imposed on the Company is taken to be a requirement imposed on the responsible entity of the scheme;
 - (iii) a reference to occupying a position or role with the Company is taken to be a reference to occupying a position or role with the responsible entity of the scheme;
- (3) an offer of eligible products to an eligible participant under an employee incentive scheme on terms that the eligible participant may renounce the offer in favour of a person covered by one of the following sub-subparagraphs is to be treated as an offer of eligible products to the eligible participant:
 - (i) an immediate family member of the eligible participant;

21-0241

- (ii) a company whose members comprise no persons other than the eligible participant or immediate family members of the participant;
- (iii) a corporate trustee of a self-managed superannuation fund (within the meaning of the *Superannuation Industry (Supervision) Act 1993*) where the eligible participant is a director of the trustee;
- (4) an employee incentive scheme, employee share scheme, or like scheme, is **covered by** an instrument to the extent that offers are made, or other conduct is carried out, in reliance on the instrument;
- (5) unless specified to the contrary, a document or other writing to be given in connection with this instrument may be given by electronic means (including, in the case of a document or other writing to be given by the Company or a related body corporate in reliance on this instrument, by way of making it available on a website and notifying the intended recipient that it is available on the website).

Dated this 1st day of April 2021



signed by Dominic Clarke

as a delegate of the Australian Securities and Investments Commission

21-0241

Table A

| Column 1 Eligible financial market | Column 2 Eligible product | Column 3 Eligible participant |
|---|--|---|
| <p>(a) ASX (also known as the Australian Securities Exchange);</p> <p>(b) an approved foreign market (see section 9 of the Act).</p> <p>Note: the definition of approved foreign market is notionally inserted by ASIC Corporations (Definition of Approved Foreign Market) Instrument 2017/669</p> | <p>(a) a fully paid share of the Company that is in a class of shares able to be traded on an eligible financial market;</p> <p>(b) a beneficial interest in a fully paid share of the Company where the interest is in a class of interests that is able to be traded on an eligible financial market;</p> <p>(c) a fully paid share of the Company in relation to which both of the following apply:</p> <p>(i) a beneficial interest in a share of that class are in a class of interests that is able to be traded on an eligible financial market;</p> <p>(ii) the share is convertible into the beneficial interest without charge or for a nominal fee;</p> <p>(d) a beneficial interest in a fully paid share of the Company in relation to which both of the following apply:</p> <p>(i) the fully paid share is in a class of shares that is able to be traded on an eligible financial market;</p> <p>(ii) the beneficial interest is convertible into the share without charge or for a nominal fee;</p> <p>(e) a fully paid stapled security of the</p> | <p>(a) a full-time or part-time employee (including an executive director);</p> <p>(b) a non-executive director;</p> <p>(c) a contractor;</p> <p>(d) a casual employee;</p> <p>(e) a prospective participant.</p> |

21-0241

| Column 1 Eligible financial market | Column 2 Eligible product | Column 3 Eligible participant |
|---------------------------------------|--|----------------------------------|
| | <p>Company that is in a class of stapled securities that is able to be traded on ASX;</p> <p>(f) where the Company is a registered scheme—an interest in the Company that is in a class of interests that is able to be traded on ASX;</p> <p>(g) a unit in a financial product mentioned in paragraphs (a) to (f);</p> <p>(h) an option to acquire, by way of issue or transfer, a financial product mentioned in paragraphs (a) to (f);</p> <p>(i) an incentive right granted in relation to a financial product mentioned in paragraphs (a) to (f),</p> <p>where in each case in relation to a product mentioned in paragraphs (a) to (f) that is in a class of products that is able to be traded on an eligible financial market:</p> <p>(j) the product is in the same class as financial products which were able to be traded on the relevant financial market at all times in the 3 months before the day the offer document is first given to an eligible participant; and</p> <p>(k) the class of products were not suspended for more than a total of 5 days during the shorter of the</p> | |

21-0241

| Column 1 Eligible financial market | Column 2 Eligible product | Column 3 Eligible participant |
|--|--|---|
| | period during which the class of products were able to be traded, and the period of 12 months before the day the offer document is first given to an eligible participant. | |

21-0242

**Australian Securities and Investments Commission
Corporations Act 2001 – Subsection 741(1) - Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (ASIC) makes this instrument under paragraph 741(1)(b) of the *Corporations Act 2001 (Act)*.

Title

2. This instrument is ASIC Instrument 21-0242.

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. Chapter 6D of the Act applies to a person who makes an offer of ordinary shares in the Company as if section 707 was modified or varied by omitting subsections 707(3) and (4) and substituting the following subsections:

“(3) An offer of a body’s securities for sale within 12 months after their issue needs disclosure to investors under this Part if the body issued the securities:

(a) without disclosure to investors under this Part; and

(b) with the purpose of the person whom they were issued:

(i) selling or transferring them; or

(ii) granting, issuing or transferring interests in, or options or warrants over, them;

and section 708 and 708A does not say otherwise.

(4) Unless the contrary is proved, a body is taken to issue securities within the purpose referred to above in paragraph 3(b) if any of the securities are subsequently sold, or offered for sale, within 12 months after their issue.”

Where this instrument applies

5. This instrument applies where a shareholder of the Company makes an offer of ordinary shares in the Company for sale within 12 months of their issue and where:

21-0242

- (a) those shares (including other classes of shares which have been reclassified as ordinary shares in accordance with their terms of issue) were issued without disclosure under Chapter 6D of the Act to senior managers and directors of the Company prior to or on completion of the IPO; and
- (b) a prospectus is lodged with ASIC on or around 6 April 2021 by the Company, in relation to the IPO.

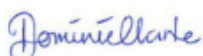
Interpretation

6. In this instrument:

Company means Peter Warren Automotive Holdings Limited ACN 615 674 185

IPO means the initial public offer of fully paid ordinary shares in the Company

Dated this 1st day of April 2021



Signed by Dominic Clarke
as a delegate of the Australian Securities and Investments Commission

21-0243

**Australian Securities and Investments Commission
Corporations Act 2001 – Paragraph 1020F(1)(c) - Declaration**

Enabling legislation

1. The Australian Securities and Investments Commission (ASIC) makes this instrument under paragraph 1020F(1)(c) of the *Corporations Act 2001* (Act).

Title

2. This instrument is ASIC Instrument 21-0243.

Commencement

3. This instrument commences on the date it is signed.

Declaration

4. Part 7.9 of the Act applies in relation to section 1020B products under or in connection with a public offer of Peter Warren Automotive Holdings Limited ACN 615 674 185 as if:
 - a. sub-paragraph 1020B(7C)(a)(ii) of the Act (as notionally inserted by *ASIC Corporations (Short Selling) Instrument 2018/745*) were modified by inserting “(or agreement to pay)” after “including payment of”; and
 - b. sub-paragraph 1020B(7D)(a)(iii) of the Act (as notionally inserted by *ASIC Corporations (Short Selling) Instrument 2018/745*) were modified by inserting “(or agreement to pay)” after “including payment of”.

Dated this 1st day of April 2021



Signed by Dominic Clarke
as a delegate of the Australian Securities and Investments Commission

CORPORATIONS ACT 2001
Subsection 601PB(2)

ASIC may deregister the managed investment schemes listed below two months after the publication of this notice, unless given acceptable reason not to proceed.

Dated this first day of April 2021

Rosanne Bell
DELEGATE OF
THE AUSTRALIAN SECURITIES AND INVESTMENTS COMMISSION

| Name of Scheme | ARSN |
|-----------------------------|-------------|
| ANZ OA ONEPATH CASH TRUST | 104 469 267 |
| ONEPATH CASH TRUST | 101 419 649 |
| OPTIMIX ENHANCED CASH TRUST | 095 485 117 |

CORPORATIONS ACT 2001
Subsection 164(3)

Notice is hereby given that ASIC will alter the registration details of the following companies 1 month after the publication of this notice, unless an order by a court or Administrative Appeals Tribunal prevents it from doing so.

AUSTRALIAN COAL RESOURCES LIMITED

ACN 008 576 789 will change to a proprietary company limited by shares. The new name will be AUSTRALIAN COAL RESOURCES PTY LTD ACN 008 576 789.

COAL & ALLIED INDUSTRIES LIMITED

ACN 008 416 760 will change to a proprietary company limited by shares. The new name will be COAL & ALLIED INDUSTRIES PTY LTD ACN 008 416 760.

GLOUCESTER COAL LTD ACN 008 881 712

will change to a proprietary company limited by shares. The new name will be GLOUCESTER COAL PTY LTD ACN 008 881 712.

GULF ENERGY LIMITED ACN 094 620 176

will change to a proprietary company limited by shares. The new name will be GULF ENERGY PTY LIMITED ACN 094 620 176.

R.W. MILLER (HOLDINGS) LIMITED

ACN 008 430 000 will change to a proprietary company limited by shares. The new name will be R.W. MILLER (HOLDINGS) PTY LTD ACN 008 430 000.

VALD PERFORMANCE PTY LTD

ACN 603 446 171 will change to a public company limited by shares. The new name will be VALD LIMITED ACN 603 446 171.

WESTCO SECURITIES PTY ACN 115 707 232

will change to a proprietary company limited by shares. The new name will be WESTCO SECURITIES PTY LTD ACN 115 707 232.

CNA RESOURCES LIMITED ACN 004 447 938

will change to a proprietary company limited by shares. The new name will be CNA RESOURCES PTY LTD ACN 004 447 938.

EUCLA MINING N.L. ACN 009 204 228

will change to a proprietary company limited by shares. The new name will be EUCLA MINING PTY LTD ACN 009 204 228.

GRUB PETFOOD LTD. ACN 642 853 003

will change to a proprietary company limited by shares. The new name will be GRUB PETFOOD PROPRIETARY LIMITED ACN 642 853 003.

INFINITE BLUE ENERGY PTY LTD

ACN 628 842 464 will change to a public company limited by shares. The new name will be INFINITE BLUE ENERGY LIMITED ACN 628 842 464.

TRIBE DIGITAL HOLDINGS PTY LTD

ACN 605 543 299 will change to a public company limited by shares. The new name will be TRIBE DIGITAL HOLDINGS LIMITED ACN 605 543 299.

VINIUM PTY LTD ACN 168 444 540

will change to a public company limited by shares. The new name will be WITHWINE LIMITED ACN 168 444 540.

WESTRALIAN PROSPECTORS N.L.

ACN 009 046 093 will change to a proprietary company limited by shares. The new name will be WESTRALIAN PROSPECTORS PTY LTD ACN 009 046 093.

YANCOAL RESOURCES LIMITED

ACN 000 754 174 will change to a proprietary company limited by shares. The new name will be YANCOAL RESOURCES PTY LTD ACN 000 754 174.